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ORIGINAL

(File this application via e-docket, or if unable to do so, file one original verified application with the Chief Clerk.)

Docket

No. _____

ICC Office Use Only

Please provide the appropriate information in the () areas in the heading below.

ATC OUTDOOR DAS, LLC

Application for a certificate of local and interexchange authority to operate as a facilities based carrier of telecommunications services throughout the State of Illinois.

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08-0286

ORIGINAL

CHIEF CLERK'S OFFICE

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ILLINOIS
COMMERCE COMMISSION

**APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER**
(Use additional sheets as necessary.)

GENERAL

1. Applicant's Name(including d/b/a, if any)

FEIN # 26-1614744

ATC Outdoor DAS, LLC

Address: Street **116 Huntington Avenue, 11th Floor**

City **Boston**

State/Zip **Massachusetts, 02116**

2. Authority Requested: (Mark all that apply) ☒ 13-403 Facilities Based Interexchange

☐ 13-404 Resale of Local and/or Interexchange

☐ 13-405 Facilities Based Local

3. Request for waivers/variances: In applications for local exchange service authority under Sections 13-404 or 13-405, waivers of Part 710 and of Section 735.180 of Part 735 are generally requested. In applications for interexchange service authority under Sections 13-403 and 13-404, waivers of Part 710 and Part 735 are generally requested. Please indicate which waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance.

☐ Part 710 Uniform System of Accounts for Telecommunications Carriers

☐ Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois

☒ Section 735.180 Directories

_____ Other

4. For all applicants requesting local exchange authority under Section 13-404 or Section 13-405, please complete the following:
- (a) the Standard Questions for Applicants Seeking Local Exchange Service Authority found in Appendix A of this document
 - (b) the 9-1-1 Questions for Applicants Seeking Local Exchange Service Authority found in Appendix B of this document;
 - (c) the Financial Questions for Applicants Seeking Local Exchange Service Authority found in Appendix C of this document; and
 - (d) if applicable, the Prepaid Service Questions for Applicants Seeking Local Exchange Service Authority found in Appendix D of this document.
5. In what area of the state does the Applicant propose to provide service?

Applicant seeks authority to provide service throughout the State of Illinois, to the extent permitted by law. Applicant does not currently plan to provide local exchange services in those areas of Illinois where a small or rural LEC is exempt from the requirement to provide services to competing telecommunications carriers.

6. Please attach a sheet designating contact persons to work with Staff on the following:
- a) issues related to processing this application
 - b) consumer issues
 - c) customer complaint resolution
 - d) technical and service quality issues
 - e) "tariff" and pricing issues
 - f) 9-1-1 issues
 - g) security/law enforcement

Please identify each contact person's (i) name, (ii) title, (iii) mailing address, (iv) telephone number, (v) facsimile number, and (vi) e-mail address.

See Exhibit 1.

7. Please check type of organization?

_____ Individual _____ Corporation
_____ Partnership _____ Date corporation was formed

_____ In what state? _____
☒ Other (Specify) **Applicant is a duly formed Limited Liability Company**

8. Submit a copy of articles of incorporation and a copy of certificate of authority to transact business in Illinois.

See Exhibits 2-A and 2-B.

9. List jurisdictions in which Applicant is offering service(s).

Applicant is a newly formed entity and has not yet begun to offer its services in any other jurisdiction.

10. Has the Applicant, or any principal in Applicant, been denied a Certificate of Service or had its certification revoked or suspended in any jurisdiction in this or another name?

_____ YES (Please provide details) ☒ NO

11. Have there been any complaints or judgments levied against the Applicant in any other jurisdiction?

_____ YES ☒ NO

If YES, describe fully. _____

12. Has Applicant provided service under any other name?

_____ YES ☒ NO

If YES, please
list. _____

13. Will the Applicant keep its books and records in Illinois? _____ YES ☒ NO

If NO, permission pursuant to 83 Ill. Adm Code Part 250 needs to be requested.

Applicant hereby seeks permission to maintain its books and records outside of the State of Illinois. Applicant intends to keep its books and records at Applicant's headquarters in Boston, MA, and in its office in Atlanta, GA.

MANAGERIAL

14. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in either narrative form, resumes of key personnel, or a combination of these forms.

See Exhibit 3.

15. List officers of Applicant.

**Gerard Ainsztein, Senior Vice President
Douglas Huff, Senior Vice President
Steven Kingwell, Senior Vice President
Robert Mawrey, Senior Vice President
Robert J. Morgan, Senior Vice President
Timothy O'Connor, Senior Vice President
Allen Todres, Senior Vice President
Steven O. Vondran, Senior Vice President
Daniel Agresta, Vice President
Robert Anderson, Vice President
Jeffrey Baker, Vice President
Brad Balduf, Vice President
Terri Beck, Vice President
James Bourne, Vice President
Kerry Buckley, Vice President
Michael Flint, Vice President
Tracy Harris, Vice President
Jason Hirsch, Vice President**

Brenna Jones, Vice President
Yannis Macheras, Vice President
Deborah Morin, Vice President
Cathy Piche, Vice President
David Pierce, Vice President
Paul Roberts, Vice President
Robert Semaan, Vice President
Steven Stoeffler, Vice President
Ron Tucceri, Vice President
Daniel Wojciechowski, Vice President
Michael McCormack, Assistant Secretary
Kim Walton, Assistant Secretary

16. Does any officer of Applicant have an ownership or other interest in any other entity which has provided or is currently providing telecommunications services? _____ YES ☒ NO

If YES, list entity. _____

17. How will Applicant bill for its service(s)? (At a minimum, describe how often the Applicant will bill for service and details of the billing statement.)

Applicant will bill its customers on an individual contract basis. Applicant's customers are usually large wireless service providers who purchase Applicant's service to improve their coverage area. Applicant will bill its customers on a monthly basis, and will assess customers a late fee as permitted by ICC rules and orders.

18. How does Applicant propose to handle service, billing, and repair complaints? (At a minimum, describe Applicant's internal process for complaint resolution, the complaint escalation process, the timeframe and process by which the customer is notified by Applicant that they may seek assistance from the Commission?)

Applicant provides customer service 24 hours a day, 7 days a week through its toll free customer service number. To the extent that a customer complaint cannot be resolved by customer service staff, the complaint will be elevated to a supervisor level. A managerial level employee will supervise the resolution of such elevated complaints. At that time, the customer will be informed of his/her right to seek assistance from the Commission.

19. Will personnel be available at Applicant's business office during regular working hours to respond to inquiries about service or billing? ☒ YES _____ NO

20. What telephone number(s) would a customer use to contact your company?

Applicant's toll free customer service number is 1-877-282-7483.

21. Will Applicant abide by all Federal and State slamming and cramming laws pursuant to Section 13-902 of the Public Utilities Act and Section 258 of the 1996 Telecommunications Act?

☒ YES _____ NO **Applicant will abide by Federal and State slamming and cramming laws to the extent that they are applicable to Applicant's services. Applicant does not intend to provide voice services or switched access at this time.**

22. Please describe applicant's procedures to prevent slamming and cramming of customers?

To the extent that they are applicable, Applicant will comply with all anti-slamming and cramming requirements promulgated by the Federal Communications Commission, as set forth in any applicable rules of the State of Illinois.

23. If granted authority to operate as a local exchange carrier, will the applicant abide by the following 83 Illinois Administrative Code Parts: 705, 710, 720, 725, 730, 732, 735, 755, 756, 757, 770, and 772?

☒ YES ☐ NO (If no, please provide an explanation.)

***To the extent these Code Parts are applicable to the services Applicant offers in Illinois.**

24. Is Applicant aware that it must file tariffs prior to providing service in Illinois?

☒ YES ☐ NO

Once Applicant receives its certificate of authority, Applicant will file the applicable tariffs with the Illinois Commerce Commission.

FINANCIAL

25. Please attach evidence of Applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service.

Applicant is a newly formed entity and will rely, in large part, upon the financial resources of its ultimate parent entity, American Tower Corporation. (See Applicant's Corporate Organization Chart, attached hereto as Exhibit 4.) As evidence of its financial viability, Applicant provides as Exhibit 5 the 2007 audited Form 10-K financial statements of American Tower Corporation.

TECHNICAL

26. Does Applicant utilize its own equipment and/or facilities? ☒ YES ☐ NO

If YES, please list the facilities Applicant intends to utilize. Also include evidence that Applicant possesses the necessary technical resources to deploy and maintain said facilities:

Applicant's services will be both intrastate and interstate. One service will rely on a technical platform known as a "Distributed Antenna System," or "DAS." A DAS consists of the following:

- (i) **Base Station Hotel:** The Base Station Hotel is the central location where all WSP Base Transceiver Station (BTS) equipment is installed. The Base Station Hotel also contains the Optical Conversion equipment.
- (ii) **Optical Conversion Equipment:** This unit converts the RF output from the BTS to an optical signal. This optical signal is then transmitted via fiber optic cable to specific Remote Node locations.

- (iii) **Remote Nodes:** Each Remote Node then converts the optical signal back to RF. This RF signal is transmitted over an antenna which is typically mounted on a light post, bus stop, utility pole or other municipal or utility infrastructure. This broadband antenna broadcasts the signal for all WSP technologies.
- (iv) **Access Points:** A high power Access Point can be added to each Remote Node for provisioning of 802.11 data services. Data traffic is then routed to the internet through standard data equipment located in the Base Station Hotel.

Also, the Applicant plans to provide radio frequency ("RF") or optical transport and backhaul services for voice and data service providers. The Applicant will provide its service using transport and backhaul linked by fiber optic cables or wireless RF systems with conversion equipment attached to poles and other structures. At this time, Applicant does not intend to furnish residential or business local voice telephone services or switched interexchange services. Applicant intends to offer service throughout the entire state of Illinois.

If NO, which facility provider(s)'s services does the Applicant intend to use?

27. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, data services, local service, prepaid local service).

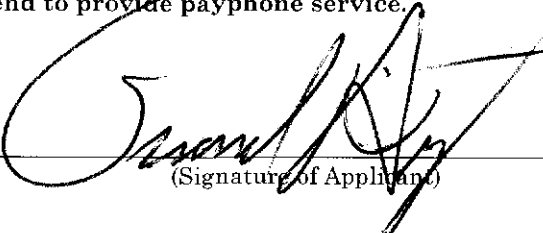
Applicant intends to offer RF transport and backhaul service. See response above to Question 26.

28. Will technical personnel be available at all times to assist customers with service problems?

 X YES NO

29. If Applicant intends to provide payphone service, will the equipment utilized comply with FCC requirements and Finding (9) of the Commission Order entered in Docket No. 84-0442 on June 11, 1986, including, but not limited to: (a) touch dialing; (b) access to 9-1-1 and "0" operator dialing without use of a coin; (c) rules governing use of payphones by disabled persons; (d) ability to complete local and long-distance calls; (e) unlimited duration for local calls; and (f) a message explaining the telephone's general operations, dialing instructions for emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls? YES NO

NOT APPLICABLE - Applicant does not intend to provide payphone service.


(Signature of Applicant)

VERIFICATION

This application shall be verified under oath.

OATH

State of: North Carolina

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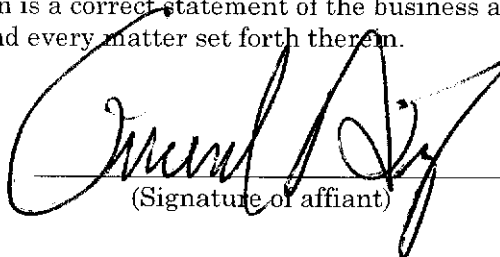
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County of: Wake

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Gerard Ainsztein makes oath and says that he is Senior Vice President – DAS Solutions & Acquisitions of ATC Outdoor DAS, LLC, that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above-named applicant in respect to each and every matter set forth therein.


(Signature of affiant)

Subscribed and sworn to before me, a Notary Public

in the State and County above named, this 9th day of June, 2008.


(Signature of person authorized to administer oath)

